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Counsel for XM Satellite Radio Holdings Inc. and  
XM Satellite Radio Inc.

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

-----X		
In re:	:	
	:	Chapter 11
MOTORS LIQUIDATION COMPANY, et al.,	:	Case No. 09-50026 (REG)
	:	
Debtors.	:	(Jointly Administered)
	:	
-----X		

**NOTICE OF WITHDRAWAL OF LIMITED OBJECTION AND  
RESERVATION OF RIGHTS OF XM SATELLITE RADIO HOLDINGS  
INC. AND XM SATELLITE RADIO INC. TO NOTICE OF (I) DEBTORS'  
INTENT TO ASSUME AND ASSIGN CERTAIN EXECUTORY CONTRACTS,  
UNEXPIRED LEASES OF PERSONAL PROPERTY, AND UNEXPIRED  
LEASES OF NONRESIDENTIAL REAL PROPERTY AND  
(II) CURE AMOUNTS RELATED THERETO**

XM Satellite Radio Holdings, Inc. and XM Satellite Radio, Inc., by and through their undersigned counsel, hereby withdraw their Limited Objection and Reservation of Rights of XM Satellite Radio Holdings Inc. and XM Satellite Radio Inc. to Notice of (I) Debtors' Intent to Assume and Assign Certain Executory Contracts, Unexpired Leases of Personal Property, and Unexpired Leases of Nonresidential Real Property and (II) Cure Amounts Related Thereto [Docket No. 3210] filed on July 17, 2009.

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Dated: New York, New York  
September 29, 2009

KLESTADT & WINTERS, LLP

By: /s/ Joseph C. Corneau

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